

RECORDATION NO. 21833-VV FILED

OCT 27 '11 -12 30 PM

SURFACE TRANSPORTATION BOARD

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October 27, 2011

Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, S.W.
Washington, D.C. 20423

Dear Section Chief,

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Notice of Termination of Lease, dated as of October 26, 2011, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Railcar Lease previously filed with the Board under Recordation Number 21833-E.

The names and addresses of the parties to the enclosed document are:

Lessor:	BBRX Two LLC (as ultimate assignee of The CIT Group/Equipment Financing Inc.) 545 Steamboat Road Greenwich, CT 06830
[Lessee	Union Pacific Railroad Company 1416 Douglas Street Omaha NE 68179-1580]

A description of the railroad equipment covered by the enclosed document
is

166 railcars CHTT 503241, 503246, 503248, 503249, 503250, 503251,
503255, 503256, 503257, 503261, 503263, 503264, 503268, 503269,
503272, 503273, 503274, 503275, 503276, 503277, 503278, 503279,
503280, 503282, 503284, 503285, 503287, 503288, 503289, 503290,
503291, 503292, 503293, 503294, 503295, 503296, 503298, 503299,
503301, 503302, 503303, 503312, 503313, 503316, 503319, 503321,
503322, 503324, 503326, 503328, 503329, 503330, 503331, 503332,
503333, 503334, 503335, 503336, 503337, 503338, 503340, 503341,
503342, 503343, 503345, 503348, 503349, 503350, 503354, 503357,
503362, 503363, 503365, 503366, 503367, 503368, 503370, 503371,
503372, 503373, 503374, 503376, 503377, 503378, 503379, 503380,
503381, 503382, 503383, 503385, 503386, 503388, 503389, 503391,
503392, 503393, 503394, 503396, 503397, 503398, 503400, 503401,
503403, 503404, 503405, 503406, 503407, 503408, 503411, 503412,
503413, 503414, 503415, 503416, 503418, 503419, 503420, 503421,
503422, 503423, 503424, 503425, 503426, 503427, 503428, 503431,
503434, 503435, 503436, 503439, 503440, 503441, 503442, 503443,
503445, 503446, 503447, 503448, 503449, 503451, 503452, 503453,
503454, 503455, 503456, 503457, 503458, 503460, 503461, 503462,
503463, 503464, 503465, 503467, 503468, 503469, 503470, 503471,
503472, 503473, 503474, 503475, 503476, 503477, 503478, 503480
(including 15 casualties)

A short summary of the document to appear in the index is.

Notice of Termination of Lease.

Also enclosed is a check in the amount of \$41.00 payable to the order of
the Surface Transportation Board covering the required recordation fee

Kindly return stamped copies of the enclosed document to the
undersigned

Very truly yours,

Edward M Luria

EML/sem
Enclosures

RECORDATION NO. 21833 - W FILED

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NOTICE OF PARTIAL TERMINATION OF LEASE

SURFACE TRANSPORTATION BOARD

Notice is hereby given that the railcar lease identified on Exhibit A attached hereto between BBRX Two LLC, as Lessor, and the lessee there identified has been terminated or has expired in accordance with its terms as to the railcars also listed in Exhibit A attached hereto.

IN WITNESS WHEREOF, BBRX Two LLC, has caused this Notice to be executed by a duly authorized officer as of October 26, 2011.

BBRX TWO LLC, Lessor

By: New Province Rail Partners,
Manager

By: [Signature]

Name: Leonard Shavel

Title: Vice President

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessor by authority of its Manager and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessor. I further declare under penalty of perjury that the foregoing is true and correct.

By: [Signature]

Name: Leonard Shavel

Title: Vice President

EXHIBIT A
(to Notice of Partial Termination of Lease)

Memorandum of Railcar Lease, dated as of November 12, 1999 between BBRX Two LLC (as ultimate assignee of The CIT Group/Equipment Financing Inc.), Lessor, and Union Pacific Railroad Company, Lessee, filed with the Board on January 18, 2000, at 8:25 a.m. under Recordation Number 21833-E.

Equipment terminated:

166 railcars: CHTT 503241, 503246, 503248, 503249, 503250, 503251, 503255, 503256, 503257, 503261, 503263, 503264, 503268, 503269, 503272, 503273, 503274, 503275, 503276, 503277, 503278, 503279, 503280, 503282, 503284, 503286, 503287, 503288, 503289, 503290, 503291, 503292, 503293, 503294, 503295, 503296, 503298, 503299, 503301, 503302, 503303, 503312, 503313, 503316, 503319, 503321, 503322, 503324, 503326, 503328, 503329, 503330, 503331, 503332, 503333, 503334, 503335, 503336, 503337, 503338, 503340, 503341, 503342, , 503343, 503345, 503348, 503349, 503350, 503354, 503357, 503362, 503363, 503365, 503366, 503367, 503368, 503370, 503371, 503372, 503373, 503374, 503376, 503377, 503378, 503379, 503380, 503381, 503382, 503383, 503385, 503386, 503388, 503389, 503391, 503392, 503393, 503394, 503396, 503397, 503398, 503400, 503401, 503403, 503404, 503405, 503406, 503407, 503408, 503411, 503412, 503413, 503414, 503415, 503416, 503418, 503419, 503420, 503421, 503422, 503423, 503424, 503425, 503426, 503427, 503428, 503431, 503434, 503435, 503436, 503439, 503440, 503441, 503442, 503443, 503445, 503446, 503447, 503448, 503449, 503451, 503452, 503453, 503454, 503455, 503456, 503457, 503458, 503460, 503461, 503462, 503463, 503464, 503465, 503467, 503468, 503469, 503470, 503471, 503472, 503473, 503474, 503475, 503476, 503477, 503478, 503480 (including 15 casualties).

CERTIFICATION

I, Edward M Luria, an attorney licensed to practice in the District of Columbia, the State of Delaware and the Commonwealth of Pennsylvania, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated 10/27/11

Edward M Luria
Edward M Luria